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SUMMARY

MISSION BAY PROPOSAL

October 4, 1990

San Francisco
Department of City Planning



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EXECUTIVE SUMMARY

Basic Development Program Component

- from 8,450 to 8,520 dwelling units on- and off-site
 - from 8,200 to 8,270 on-site
 - 250 subsidized off-site
 - 100 artist live/work units
- 4.8 MSF secondary or "back" offices
- 900,000 SF commercial/industrial
- 500-room hotel
- 750,000 SF retail
- 68 acres of parks, including wetlands
- MUNI Metro storage/maintenance facilities
- 11-acre 7th/Townsend public facilities site

Affordable Housing

- 3,250 affordable units
 - 800 units by Catellus
 - 250 off-site by Catellus
 - 2,200 by City
- 1,050 at <50% median
- 950 at 75% median
- 400 at 100% median
- 850 up to 120% median
- 50% 3-BR and 4-BR

The development accommodates about 23,000 private sector jobs, and about 16,000 residents. All homes are within 2 1/2 blocks of transit routes and major parks.

Community and Cultural Facilities - Catellus provides land and construction costs for fire and (1/2) police stations, and recreation and cultural centers; land for a school; and child care fee and facilities within offices. Catellus pays School District's school impact fee for its development (City would pay fee for its affordable housing). Catellus constructs child care center within first or second office building, and a second within five years of commencing housing, and pays fee for both office and commercial/light industrial space. Senior centers and other community facilities are provided within affordable housing developments. About 85,000 square feet is available for community, cultural, social service and health uses within City housing sites.

Infrastructure - Catellus dedicates land for streets and is responsible for all basic infrastructure construction costs, except where City has grants, i.e. I-280 Program and Third/Fourth Street bridges. City provides maintenance.

Other Land Transfers

- Port transfers 15 acres to Catellus for housing, retail and community service uses, and receives 26-acre Western Pacific Yard and 12 acres of City streets adjacent to Pier 80 Terminal; Port licenses 22 acres of land to Catellus for parks.
- City transfers 24 acres of former streets and obtains 16 acres of developable housing sites, at either 2 or 4 acres every 4 years, and 11-acre Seventh & Townsend site for public facilities use. Catellus dedicates 16 acres of new streets to City.
- City buys land for Metro Yard at fair market value (using grant funds).
- Catellus provides lands for parks, dedicating 30+ acres of its land and 22 acres obtained under Port licensing agreement.

Transportation- Catellus pays City's Transit Impact Development Fee (TIDF) and dedicates Metro ROWs; City obtains grant funding for capital improvements, including Metro extension and trolley lines, and vehicles. Catellus and its building owners participate in a Transportation Demand Management Program to provide for ever-increasing levels of public transit use and private ridesharing.

Economic Development/Affirmative Action/Job Training - Catellus funds a comprehensive program which includes assistance funds for pre-construction/construction, employment and job training, and minority/women/local businesses. Catellus uses good faith efforts in hiring and leasing for minorities, women and local businesses, and for hiring San Francisco residents.

Hazardous Materials/Sewage

- Catellus assumes hazardous materials testing and remediation responsibility and costs for both City and Catellus property within Mission Bay, and at the Western Pacific property being provided to the Port. For about 15 acres of the 315-acre site, the City and Catellus share costs 50/50 if remediation is required by regulatory agencies. This includes the China Basin Channel sediments and certain Port properties under lease to third parties, if the third parties don't pay full costs.
- Catellus investigates and remediates the project area in phases as Mission Bay is developed.
- Catellus provides a \$30M financial assurance prior to commencing an area investigation, to guarantee their remediation performance.
- Catellus warrants its remediation performance before giving any land to City, and indemnifies City on Catellus's performance for up to 25 years. Where hazardous materials are left on site, Catellus indemnifies City for 10 years against personal injury or property damage claims.

Business Relocation Plan - The Mayor's Office of Business and Economic Development, with the cooperation of Catellus, provides site location and referral assistance to displaced firms.

Seismic/Emergency Response Plan - Mission Bay has redundant access and water distribution systems, infrastructure and building development responsive to the site's character, and public facilities which could provide emergency mass care.

Energy and Water Conservation - Catellus has energy and water conservation programs.

Public Art - Catellus sets aside 1% of office and hotel construction costs for public art.

Urban Design Guidelines - Mission Bay is developed consistent with urban design guidelines to help the development of a new neighborhood carrying forward existing desirable patterns of the City.

Phasing - Open space is developed concurrently with housing (one acre for every 150 dwellings), and housing with office development (one dwelling for every 712 sq. ft.). Major community facilities are in place by the time Mission Bay is about one-quarter built.

Future Fees - Child care and transit (TIDF) fees could be increased once every 5 years for first 15 years; new fees duplicative of negotiated Mission Bay benefits could not be imposed nor could other fees be increased during that 15 years; after 15 years these fee constraints disappear.

Fiscal Implications - The City has a small fiscal surplus immediately from Mission Bay which grows to a maximum of about \$14 million at buildout. By project buildout, City fiscal surpluses add to about \$215 million, not including any costs incurred for the housing program (surplus is about \$65 million if the \$150 million housing program is deducted from this total).

THE MISSION BAY PROPOSAL

A. INTRODUCTION

The City Planning Commission has approved and referred to the Board of Supervisors for its consideration the Mission Bay Development Agreement by and Between the City and County of San Francisco and Catellus Development Corporation, and amendments to the City Planning Code and Zoning Map related to the Mission Bay development. Additionally, the Planning Commission has adopted the Mission Bay Plan as part of the Master Plan, and has adopted appropriate amendments to the Central Waterfront Plan and various Elements of the Master Plan.

This proposal results from a comprehensive public planning process initiated in 1985. This process included numerous public meetings, workshops and hearings to analyze issues, consider and evaluate alternatives, and develop the Mission Bay Plan. The Development Agreement followed as the result of extensive economic negotiations, and comes to the Board of Supervisors after more than 20 workshops and public hearings at the Planning Commission, extending for over 75 hours.

This report describes the basic planning approach, the land use program, the basic provisions of the proposed agreement and plan, and relationships to neighboring areas.

B. BASIC PLANNING APPROACH

From the outset of the planning process, Mission Bay has been conceived as a mixed use development. The Plan calls for nearly 32% of the project area to be devoted to housing. About 20% is allocated to open space, 5% to community, cultural, and public facilities, and 2% to retail functions, including a hotel.

About 10.5% of the land is set aside for office and commercial/light industrial uses. There are two reasons for this proposal. Prudent public policy is that some land be reserved for the creation of jobs, especially back office jobs of the nature recently lost to the City and jobs in the commercial, industrial and service sector. Secondly, office and commercial development is an essential revenue source to pay for infrastructure costs and other public benefits.

As planned, Mission Bay is expected to produce about 23,000 permanent private sector jobs. The EIR concludes that new Mission Bay workers would create a housing demand within San Francisco of 3,600 units, well under the 8,200 to 8,270 units on-site in the proposed plan (another 250 units would be rehabilitated off-site). The Association of Bay Area Governments has established goals that jurisdictions accommodate half the new workers who might otherwise be expected to commute, and provide enough housing to allow a 5% vacancy rate. Applying these standards to Mission Bay workers would result in a City housing demand of 7,500 units, still a housing surplus for the City within Mission Bay.

Mission Bay is conceived as a traditional City neighborhood:

- street systems and transit lines are planned to link Mission Bay to nearby neighborhoods and the rest of the City
- high residential densities are comparable to other residential neighborhoods near downtown
- housing characteristics are similar to other City housing districts
- shopping streets, rather than a shopping center, are planned to serve neighborhood needs and provide activities

C. SUMMARY OF LAND USES

Mission Bay would be a new mixed use neighborhood with the following major features:

- From 8,200 to 8,270 homes on-site for about 16,000 people, including 3,000 affordable dwellings for households with incomes from \$12,000 to \$58,000. Prices would average about \$80,000. Another 250 units would be subsidized off-site at very low income levels. (For studios, rents for these entry-level homes would begin at about \$360, and sales prices at about \$40,000. For four bedrooms, rents would begin at about \$550, and sales prices at about \$70,000. Maximum prices for studios would be about \$87,000, and for four-bedrooms \$130,000.) Half the affordable housing would be designed for families needing three or more bedrooms.
- 6.1 million square feet of commercial development:
 - 4.8 million square feet of office developments targeted for secondary, "back office" uses
 - 900,000 square feet of commercial/light industrial space
 - 500-room, 400,000 square foot hotel.
- 750,000 square feet of retail largely along Third Street and a neighboring pedestrian-oriented shopping street serving the new neighborhood. Retail would include a supermarket, discount retail store, and small business opportunities in shops and service establishments.
- Community facilities including a school, fire and police stations, recreation and cultural centers, child care and senior centers, and about 85,000 square feet available for such other community facilities as the City wishes to program.
- Two miles of shoreline parks and a variety of other neighborhood parks and commercial plazas providing about 68 acres of parks and open space. All homes and businesses would be within 2-3 blocks of a major park.

- MUNI Metro and six other transit lines serving Mission Bay residents and workers. This includes retaining a CalTrain station in Mission Bay once the CalTrain is extended downtown.. All homes and businesses would be within 2-3 blocks of a transit line. A new Metro storage and maintenance facility next to the I-280 Freeway is planned for the expanded Metro fleet.
- The Seventh and Townsend corner of the site reserved for public facilities.
- Six acres by Piers 48 and 50 reserved for maritime uses.

The following Table 3 depicts the changes in the Plan for Mission Bay since the first proposal in 1981.

Table 3 - Historical Perspective on Mission Bay Plans
(MSF = million square feet)

<u>Land Use</u>	<u>1981</u>	<u>1983</u>	<u>1984</u>	<u>1987</u>	<u>1990</u>
Total Housing	6,000	7,000	7,577	7,700	8,450*
Affordable Housing	none	none	2,273	2,310	3,250*
Office	10 MSF	17 MSF	4.1 MSF	4.1 MSF	4.8 MSF
Comm'l/Light Ind'l	2.5 MSF	4.3 MSF	2.6 MSF	2.6 MSF	0.9 MSF
Hotel	2,100-rm.	500-rm.	none	500-rm.	500-rm.
Retail	400,000	500,000	201,000	300,000	750,000
Public Open Space	10 ac.	40 ac.	48.5 ac.	63.2 ac.**	63.2**
Office Heights	25 floors	42 floors	8 floors	8 floors	8 floors

* 250 very low income units would be subsidized off-site.

** An additional 6.9 acres of open space in commercial and housing areas was proposed in 1987 and 4.7 acres in 1990, for totals of 70 and 68 acres, respectively.

D. PRINCIPAL FEATURES OF THE PROPOSED PROGRAM

The following sections summarize the program and responsibilities for its implementation.

1. Housing

Mission Bay would provide the City with at least 8,200 housing units on-site, and subsidize another 250 off-site. Of the at least 8,450 units total, 5,200 would be market rate and the remaining 3,250 affordable. About 100 units would provide artist live-work space.

Catellus would develop the 5,200 market rate housing units, and subsidize an additional 800 affordable housing units (Catellus would construct 700, and subsidize 100 on City housing sites). Catellus would have 5,900 units on about 74 acres of land. The City would develop 2,300 affordable housing units (100 subsidized by Catellus) on an additional 26 acres of developable land provided to the City by Catellus. Affordable housing would be distributed throughout the development. Overall housing density would average 80 units per acre. Each unit (other than senior housing) would have one parking space.

Catellus would provide \$4 million to the City for the acquisition and/or rehabilitation of 250 very low income units off-site.

Throughout Mission Bay much housing would be three and four stories and no taller than 45 feet. North of Channel housing would be up to ten stories (110 feet). South of Channel housing would be up to eight stories (95 feet) along Owens and Sixteenth Streets, and up to six stories (70 feet), including retail, on Third Street.

Housing units would average about 860 square feet in size. Of the total number of units, about 40% would be studios and one-bedrooms, about 26% one and two-bedrooms, and about 34% larger units. Affordable housing units would average about 900 square feet, and 50% would be three bedrooms or larger.

Including the off-site affordable units, 1,050 affordable units (350 Catellus) would have sales prices or rents affordable to households with incomes averaging between about \$15,000 (one-person household) and \$24,000 (five-person household). Another 950 units (300 Catellus) would be for incomes between \$24,000 and \$36,000. Another 400 units (150 Catellus) would be for incomes between \$32,000 and \$48,000. Pricing for the remaining 850 units (250 Catellus) would be for incomes between \$38,000 and \$58,000. Sales prices would average \$80,000 and would average within the following ranges.

Figures are expressed in 1990 dollars:

Studios:	\$22,000 to \$87,000
One Bedrooms:	\$27,000 to \$100,000
Two Bedrooms:	\$31,000 to \$113,000
Three Bedrooms:	\$34,000 to \$124,000
Four Bedrooms:	\$36,000 to \$130,000

Rents would average as follows:

Studios:	\$360 to \$600
One Bedrooms:	\$412 to \$683
Two Bedrooms:	\$465 to \$767
Three Bedrooms:	\$510 to \$858
Four Bedrooms:	\$547 to \$908

The City would provide housing subsidies of about \$5 million annually over the 30 year buildout of Mission Bay, totaling about \$150 million exclusive of federal and state subsidies. Catellus would provide associated infrastructure and open space for these homes, in addition to developing its own share of the affordable housing. Catellus' housing subsidies have been increased in anticipation of the City using good faith efforts to secure grant funds for wetlands development. Additionally, if the CalTrain were relocated downtown within seven years of the start date, Catellus would further increase the depth of its housing subsidy on 250 of its affordable units.

The housing program would offer a combination of permanent housing affordability and the ability to recapture housing appreciation and use it as subsidy elsewhere. The Catellus housing would be guaranteed affordable for 30 years, after which the City could either purchase the units or recoup the housing subsidy monies invested in units for reuse in other areas of San Francisco.

No sales price restrictions would be imposed on market rate units. They would be exempt from any future application of rent controls, and could be either condominium or rental, at Catellus's discretion.

Housing would be adaptable for use by the physically-disabled as required under City law. Additionally, at least ten percent of all affordable housing would be made accessible to handicapped persons. All elevator buildings would provide at-grade access to the wheelchair-bound.

The City's housing sites may include child care and seniors facilities, other community and non-profit facilities, and from 45,000 to 95,000 square feet of retail space. These sites could include at least 85,000 square feet of unallocated space for community, cultural, health and social services uses, including use by governmental agencies.

Under the proposed program, Catellus can develop housing at a pace faster than the schedule planned for office and commercial/light industrial development. If Catellus wishes to build offices and commercial/light industrial at a pace that exceeds planned housing development, construction must proceed with one Mission Bay housing unit for every 712 square feet of commercial development.

Catellus must initiate construction on the first increment of housing within five years of the start date, and have commenced 2,000 units within ten years, subject to various conditions.

Table 4 below shows beneficial changes in the housing program compared to earlier Mission Bay proposals.

Table 4 - Historical Perspective on Housing Programs

<u>Item</u>	<u>1984</u>	<u>1987</u>	<u>1990</u>
Total Housing	7,577	7,700	8,450*
Average Size	850 SF	850 SF	860 SF
# 3,4 BRs	N/A	25%	34%
Affordable Hsg.	2,273	2,310	3,250*
Average Price	\$125,000	\$125,000	\$80,000
Average Size	850 SF	850 SF	900 SF
# 3,4 BRs	N/A	25%	50%
Density (du/ac.)	160	97	80

* Includes 250 units off-site

2. Commercial Space and Employment

This mixed use neighborhood would provide 4.8 million square feet of offices, in large floor-plate buildings up to eight stories in height (110 feet). The large floors would be well-suited to helping the City retain and increase its clerical and data-processing work forces. The City would be more competitive with suburban areas where these secondary or "back office" uses have increasingly been locating. The office development would be along King Boulevard with the MUNI Metro line, and have direct connections to the I-280 Freeway and CalTrain service. About 4,800 parking spaces are planned to serve offices.

About 900,000 square feet of commercial/light industrial space up to six stories in height (85 feet) would be located along the I-280 Freeway on Owens Street. Uses could include institutional, service, research and development, and other light industrial uses, with the potential for additional office space as well. There would be about 900 parking spaces associated with this commercial district.

A 500-room, 400,000 square foot hotel (45 feet in height) with food and drink establishments and shops along the Channel at Third Street would offer activity, diversity and amenities to the new neighborhood.

Mission Bay and nearby residential areas would be served by 750,000 square feet of retail space. Stores would be primarily along Third Street and "Long Bridge" Street, one block west. These two parallel retail streets, one auto-oriented, the other pedestrian-oriented, would function similar to Geary Boulevard and Clement Streets. Sites have been reserved for a supermarket and large retail outlet on Third Street where adequate parking can be made available. In all, about 800 parking spaces are planned for the two shopping streets.

About 23,210 permanent private sector workers would be employed in Mission Bay, as follows:

- 16,600 office
- 3,100 commercial/light industrial
- 2,240 ~~light industrial~~ retail
- 580 building maintenance, security and parking
- 370 hotel
- 320 housing-related

3. Open Space Program

Mission Bay would have extensive shoreline open spaces, including a wetlands, and neighborhood-serving parks and a network of pedestrian ways and jogging trails linking key parts of the neighborhood. The interior open space network is meant to intersect the retail street and place a special focus on the center of the neighborhood.

The 68-acre open space system would include 63.2 acres under public ownership (50.7 acres of public parks and the 12.5-acre China Basin Channel) and 4.7 acres privately owned (4.1 acres of plazas and park areas in commercial development and 0.6 acres in housing mini-parks). Aside from the 4.7 acres of privately owned open space accessible to the public, Mission Bay open space standards would reach 4 acres per 1000 people. Catellus would pay the estimated \$31 million construction costs for parks, and the City would maintain them.

4. Community and Cultural Facilities

Mission Bay would have a comprehensive community and cultural facilities program. Facilities for the program would be provided by Catellus, and developed by the City on its affordable housing sites. The plan calls for the City facilities to be as flexible as possible because space for community needs (e.g. child care to seniors care) are expected to change over time.

Catellus would dedicate 3.1 acres for a cultural center/theater, recreation center, police station and school. The City currently has a fire station site within Mission Bay. Catellus would fund construction of:

- the cultural center and theater (\$4.5 million)
- the recreation center (\$3.3 million)
- the fire station (\$3.1 million)
- half the police station (\$2.0 million)
(the police station serves a dual purpose, allowing relocation of the Southern Station from the Hall of Justice at 850 Bryant Street to serve both Mission Bay and adjacent areas.)

The cultural center, planned for 26,000 sq. ft., could accommodate a 200 seat theater, gallery, classroom and exhibition space, a community meeting room and a multi-purpose room. Catellus and the City would jointly fund a study to develop the cultural center's program at an appropriate time in the future.

The recreation center, fire and police stations would be adjacent to the park at Third and Fourth Street. Catellus would dedicate sufficient land to expand the present fire station (to 10,000 sq. ft.) and add a 13,000 sq. ft. police station and 13,000 sq. ft. recreation center.

Catellus would pay a \$9.3 million school fee in connection with commercial and housing development. Similarly, the City would pay a \$3.3 million school fee associated with its affordable housing program.

Child care centers would be established within Mission Bay. Catellus would provide:

- a child care facility in either the first or second office building, and a second child care facility within five years of starting residential development
- a total of at least 15,500 square feet for child care under the City provision calling for 1% of office and hotel space to be devoted to child care; and
- at least \$2.4 million under the law's "in-lieu fee" alternative provision which allows a \$1 per square foot payment to the City's child care fund; and
- the remaining contribution as either facilities (up to 21,350 sq. ft.) or in-lieu fees (up to \$2.1 million), working in conjunction with the Mayor's Office of Child Care and the Mayor's Advisory Council on Child Care.

The Mayor's Office of Child Care would use in-lieu fees to provide for child care within Mission Bay, including services and facilities within the City's affordable housing sites.

Other community facilities such as senior centers, health offices, and space for non-profit service providers, could be developed within the affordable housing sites throughout Mission Bay. About 85,000 square feet or more of unallocated space is available within the City's affordable housing sites on Third and Long Bridge Streets.

5. Basic Infrastructure

Catellus would be responsible for the new street and utilities system within Mission Bay. Responsibilities include dedicating land as necessary for the streets and funding construction costs (\$54.1 million) for streets, sewers and other utilities, automobile and pedestrian bridges, plus demolition of the I-280 Freeway stub and off-ramp at Third Street.

The City has grant funding available (\$31.1 million) that would be allocated to construct new I-280 ramps, reconstruct King Street and renovate the Third and Fourth Street bridges. These improvements within Mission Bay enhance the City's transportation network. Catellus would dedicate land to construct new freeway ramps and widen the King Street right-of-way, as well as provide local matching funds for the bridges.

Catellus would construct infrastructure to City standards and convey these improvements to the City on completion. The City would maintain the infrastructure.

6. City Land Exchange

The City would provide former street lands in Mission Bay (24 acres) to Catellus in return for Catellus's providing 16 acres of affordable housing lands and an 11-acre site at Seventh and Townsend. In addition, Catellus would dedicate 16 acres for a new Mission Bay street

grid and Metro right-of-way that, including about 59 acres of existing City streets, would total 75 acres.

Overall, the City - and its Port - presently own about 145 acres of land within in Mission Bay, and would increase this total to about 189 acres in Mission Bay. The Port would also gain an additional 26 acres near Pier 80 (see Item 7, below).

7. Port Land Exchange and Open Space License

The San Francisco Port, owner of certain Mission Bay properties, would transfer about 15 acres to Catellus. Market rate housing with associated retail would be built on about 12 acres, and the remaining 3+ acres would be transferred to the City for affordable housing and community facilities. In exchange for these properties, the Port would receive the 34.5-acre Western Pacific Yard adjacent to its Pier 80 Terminal. That site includes 26 acres owned by Catellus and about 12 acres of City streets.

Beyond these land transfers the Port would license about 22 acres of land for Catellus to develop as parks. The Port would receive \$60 million, the equivalent of \$2 million annually for 30 years. With escalation, total license payments would exceed \$100 million.

8. Transportation

Mission Bay would be well-served by a variety of transit lines, including the MUNI Metro and MUNI routes 15, 22, 30, 47 and 81X, and the CalTrain Peninsula Commute Service. The Metro would provide a transfer connection from BART stations and the Transbay Terminal. Mission Bay streets would provide direct motor vehicle and bicycle connections to other areas of the City.

Catellus would pay the City's existing Transit Impact Development Fee (TIDF) requirement of \$5 per square foot of office space fee, totaling \$24 million. Additionally, Catellus would dedicate land for the Metro extension on King Street through Mission Bay.

Catellus would make available about 7 acres of land at fair market value for a Metro storage and maintenance facility. The site would also include about 3 acres of the City's former street lands.

The Transportation Demand Management Program for Mission Bay calls for increasing public transit use and private ridesharing within Mission Bay. At buildout, at least 53% of employees are expected to commute daily by public transit and 15% by ridesharing, with at least 1.2 persons per private auto. Goals for commute travel during the peak commute period are 68% transit, 18% rideshare, and 1.4 persons per auto. At buildout, at least 38% of employees are expected to commute outside the normal peak commute periods.

The Mission Bay transportation program would require program management and implementation by Catellus and individual building owners. The program would include data base development, overall program marketing, promotional, convenience and implementation services for public transit, ridesharing and flextime, and parking management.

9. Economic Development, Affirmative Action and Job Training

Catellus has proposed a comprehensive economic development, affirmative action and job training program for Mission Bay. Catellus would make an initial contribution to a Mission Bay Economic Development Fund of \$2.5 million and in addition provide \$2 for each square foot of office space to implement this program. Over project buildout, this building-based contribution is projected to total about \$10 million (from \$9.6 to \$11.4 million, depending on the extent of office development within the commercial/light industrial area). The \$2 per square foot contribution may go up or down by \$1, depending upon Catellus' success in meeting its goals for minorities and women. The Fund would also include any City funds or grant funds provided

An Economic Development Program Board, working with the Mayor's Office of Business and Economic Development, would be appointed to establish policies and procedures consistent with the program for the use and administration of the Economic Development Fund, and the monitoring of affirmative action program compliance.

Catellus' goal is to achieve substantive economic participation in the project for bona-fide minority-owned businesses (MBEs), women-owned businesses (WBEs) and locally-owned businesses (LBEs), and for minorities, women and economically-disadvantaged San Francisco residents, especially from nearby affected areas (the South of Market, Potrero Hill, Bayview/Hunter's Point and the Mission District). This would include all aspects of the planning, contracting and implementation of the development.

The primary goals of the Economic Development Fund would be (1) encouraging participation by MBEs, WBEs and LBEs in the project during construction and operation; (2) generating both temporary and permanent employment opportunities for minorities, women and economically disadvantaged City residents from nearby areas; and (3) creating a funding mechanism to stimulate MBE/WBE/LBE development. Three separate funds are proposed:

Technical Assistance Fund - addresses technical and management impediments, such as completion of licensing procedures and other technical requirements in business enterprise formation.

Employment and Job Training Assistance Fund - assists individuals seeking employment opportunities generated by the project, and facilitate use of existing employment brokerage services and job training assistance programs.

Minority/Women/Local Business Assistance Fund - encourages MBE/WBE/LBEs to locate businesses in Mission Bay; facilitates the creation of MBE/WBE/LBEs; and analyzes opportunities for improving their bids for pre-construction and construction contracts.

Prior to construction, Catellus would encourage its consultants for professional services to hire minority persons, women and economically disadvantaged San Francisco residents.

During construction, Catellus would have project contractors use good faith efforts to hire minority persons, women and economically disadvantaged San Francisco residents consistent with hiring goals set forth in the plan.

Catellus would use good faith efforts in awarding consultant and construction contracts for the project to MBE/WBE/LBEs, with initial goals of at least 20% MBE and 6% WBE, and targets of 30% MBE and 9% WBE; to achieve an employment goal of 75% San Francisco residents for new hires in the permanent work force; and to lease space to MBE/WBE/LBEs.

A portion of the City's retail space on Third and Long Bridge Streets would be made available for MBE/WBE/LBEs.

10. Hazardous Materials

Catellus would be responsible for hazardous materials investigation and remediation (mitigation through treatment, containment or removal). The obligation includes both Catellus and City property within Mission Bay, and other property Catellus would provide to the Port. Catellus would assume all costs incurred in investigating and remediating hazardous materials within the boundaries of the Mission Bay project, with two exceptions (totaling less than 15 acres of the 315-acre site). The City and Catellus would share costs 50/50 for China Basin Channel sediments, if State regulatory agencies should require investigation; and certain Port property under lease to third parties, if any investigation and remediation costs should become the City's responsibility.

Catellus would perform an areawide survey prior to approval of any development activity to identify possible hazards. The survey would include sampling of surface soils, groundwater along the site perimeter, foreign materials and soil gas.

Following the initial survey, Catellus would undertake an in-depth investigation and remediation of a subarea which incorporates the site intended for construction as well as adjacent properties (each subarea averages about 17 acres). Beyond this subarea, toxics investigation would be extended for a 300 to 500 foot buffer zone, thus eliminating the potential for nearby hazards.

Catellus would provide the City a \$30^{MM} financial assurance prior to commencing the initial subarea investigations, to assure that site remediation would be carried out to completion.

The Catellus land scheduled for transfer to the City would be transferred only after any necessary remediation has been accomplished. Catellus would warranty its remediation performance before giving any land to the City, and provide the City with various indemnities against future liability following completion of the remediation effort.

11. Business Relocation

The Mayor's Office of Business and Economic Development, with the cooperation of Catellus, would assist existing industrial and maritime-related businesses within Mission Bay desiring to relocate within San Francisco.

The Mayor's Office would identify appropriate sites for relocation, and would provide information and referrals to Mission Bay tenants. The Office would identify any sources of below market-rate financing for relocation and capital improvement costs, and provide information concerning such programs to Mission Bay businesses.

12. Seismic/Emergency Response Plan

Mission Bay, although on filled land, with newly-constructed infrastructure and buildings would be safer than many areas of San Francisco with more stable soils. The Mission Bay Emergency Response Plan calls for maximizing access to Mission Bay areas south of China Basin Channel by strengthening freeway structures and bridges, and providing redundant roadway connections. The Plan calls for state-of-the-art construction practices for buildings and infrastructure that anticipate potential seismic hazards in the project area.

Public Safety facilities would be seismically reinforced and have back-up power and communications. The school and other community service buildings planned for Mission Bay would be designed and equipped to accommodate emergency services use.

Commercial buildings would prepare emergency response plans in coordination with the Mayor's Office of Emergency Services and the Fire Marshall.

13. Energy and Water Conservation

Catellus would implement a variety of energy conservation techniques and conduct periodic energy conservation studies. Catellus would also provide information to its developers and tenants and encourage a variety of other energy and water conservation measures within Mission Bay.

14. Public Art

Catellus would create a \$5.3 million public art program, based on a setaside of 1% of Mission Bay office, hotel, community facilities and open space construction costs.

15. Urban Design Guidelines

The housing, commercial and public areas of Mission Bay would be developed consistent with detailed City urban design guidelines. They would encourage development of a new neighborhood that carries forward many existing physical patterns characteristic of San Francisco neighborhoods. These guidelines would help ensure design excellence in public and private facilities and open spaces.

16. Phasing and Linkage

A series of agreements would be invoked to ensure construction of a balance of uses and facilities in Mission Bay. They are listed below.

For every 107,000 square feet of office and commercial/light industrial space, 150 housing units and one acre of public open space would be provided.

Table 1 - Proposed Distribution of Mission Bay Costs

ITEM (housing and toxics are addressed elsewhere)	TOTAL (\$ million)	Catellus (\$ million)	CITY (\$ million)	OTHER (\$ million)	COMMENTS	NOTES
Basic Infrastructure	\$85.2	\$54.1		\$31.1	Federal Grants	1,2
Transit	\$22.9			\$22.9	Federal Grants	3,4
Rail Freight	\$2.0	\$2.0				5
Open Space	\$31.1	\$31.1				
Community & Cultural Facilities	\$23.9	\$12.9	\$2.0	\$9.0		
Fire Station	\$3.1	\$3.1				
Police Station	\$4.0	\$2.0	\$2.0			6
School	\$9.0			\$9.0	School District	7
Cultural Center/Theater	\$4.5	\$4.5				
Recreation Center	\$3.3	\$3.3				
Fees and Exactions	\$60.5	\$57.2	\$3.3			
Transit Impact Development Fee	\$24.0	\$24.0				
Economic Development/Affirm. Action/Job Training	\$12.5	\$12.5				8
School Impact Fee	\$12.6	\$9.3	\$3.3			7
Child Care Fee	\$6.1	\$6.1				9
Public Art Program	\$5.3	\$5.3				10
License of Port Lands for Open Space	\$60.0	\$60.0				11
Land Exchange with Port	\$16.5	\$16.5				12
TOTAL	\$302.1	\$233.8	\$5.3	\$63.0		

NOTES

1. I-280 Transfer Concept Program monies will be used for King Boulevard and new I-280 ramps.
2. Federal Aid Urban grants will be used for renovation of the 3rd and 4th Street bridges.
3. BARTD monies will be used for MUNI Metro construction on King Boulevard.
4. Urban Mass Transit Administration grants will be used for other MUNI Metro, Metro East, overhead wires and vehicle purchases; these will be supplemented by Catellus' TIDF fees if necessary.
5. Catellus will relocate railroad tracks as necessary to maintain freight through Mission Bay (cost is approximate)
6. The Southern Station will be relocated from the Hall of Justice, with the City and Catellus sharing costs.
7. Catellus will pay the school impact fee to the Unified School District for its development, as will the City as an added component to its affordable housing program. The USD will be responsible for school construction.
8. Catellus will provide \$2.5 million plus \$2/sq. ft. office, for \$12.1-\$13.9M total, depending on final office total.
9. City law requires either 1% of office/hotel space to be child care or an in lieu fee of \$1 per square foot. Facilities representing 25% or more will be developed, with remaining amount paid as in-lieu fee.
10. 1% of office, hotel, community facility and park construction costs will be set aside for public art.
11. The Port will receive about \$60M (\$2M/yr. for 30 years, escalated) for licensing 22 acres of land for Catellus to construct parks.
12. The Port will exchange 15 acres of Port lands within Mission Bay for 26 acres of Catellus land near Pier 80.

Table 2 - Proposed Land Distribution

<u>LAND USES</u>	<u>ACREAGE</u>	<u>TOTAL</u>	<u>% TOTAL</u>	<u>OWNERSHIP</u>
Housing	100.0	100.0	31.9%	
SFPR (market rate & affordable)	74.2		23.7%	Catellus
City (affordable)	25.8		8.2%	City
Commercial	39.4	39.4	12.6%	
Office	25.4		8.1%	Catellus
Commercial/Lt. Industrial	7.5		2.4%	Catellus
Major Retail	4.2		1.3%	Catellus
Hotel	2.3		0.7%	Catellus
Community & Cultural	3.1	3.1	1.0%	
School	1.5			School District (USD) City
Police, Fire & Recreation Cente	1.6			
Other Public Facilities	11.5	11.5	3.7%	
7th & Townsend Site	11.5			City
Parks & Open Space	67.9	63.2	20.2%	
Public Parks	50.7			City
China Basin Channel	12.5			City
Subtotal	63.2		20.2%	
Parks/Plazas, Commercial *	4.1			Catellus*
Mini Parks, Catellus Housing *	0.5			Catellus*
Mini Parks, City Housing *	0.1			City *
Subtotal *	4.7		1.5%	

* These small parks are associated with other development with their acreages included above

Transportation	94.7	94.7	30.2%	
Streets & Transit ROWs	75.2		24.0%	City
Caltrain Tracks & Station	9.4		3.0%	Catellus
Metro Maintenance Facilities	10.1		3.2%	City
Other Infrastructure	1.4	1.4	0.4%	
Channel Pump Station	1.4			City
TOTAL ACREAGE		313.3	100.0%	

Proposed ownership are as follows:	188.8	60.3%	To Be City's
	1.5	0.5%	To Be USD's
	123.0	39.3%	Primarily Catellus'

* Other ownerships include Caltrans and 0.7 acres under private ownership on Third St.

Present ownerships are as follows:	144.5	46.1%	City
	169.3	54.0%	Catellus
(City ownership includes	1.2	0.4%	Caltrans
Port and DPW lands)	0.7	0.2%	Other Private

The school site would be ready for conveyance to the Unified School District by the time the projected total Mission Bay student population reaches 1,000.

Catellus would provide land and construct the recreation center by the time development is initiated on the park abutting to the north.

Catellus would construct the cultural center in sequence with adjacent development, but in any case, by the time certificates of occupancy have been issued for 2,000 housing units.

Catellus would provide land and funding for the police and fire stations by the time permits are issued for 2,000 housing units.

Subdivisions would be developed so that infrastructure and public areas are completed concurrently with private development.

17. Future Fees

There would be constraints on imposition of certain new fees and on increases in existing City fees during the first 15 years of the project. Child care and transit impact development (TIDF) fees could be increased only at 5-year intervals during that period; public art requirements could not be increased during that time. No new fees that are duplicative of negotiated public benefits could be imposed during the 15-year period.

E. MISSION BAY LINKS WITH NEIGHBORING AREAS

The Mission Bay street grid continues the South of Market grid from the north into the site, and joins that with the Potrero grid from the south, at Crescent Park - the heart of the new neighborhood.

Mission Bay parks, including the Channel parks, Mission Bay Green, and the jogging pathway parks, extend to the boundaries of the site. These spaces facilitate connections to Showplace Square, Potrero Hill, South Beach and Central Waterfront areas to the south. Mission Bay bikeways allow similar connections.

Housing extends south to Mariposa Street, providing a residential edge at the boundary of Mission Bay nearest the Potrero Hill neighborhood.

The Long Bridge and Third Street shopping areas extend to Sixteenth Street and are anchored by a supermarket and additional retail on Sixteenth Street, providing a shopping connection with the Potrero Hill neighborhood. A major retail outlet at Third and Mariposa Streets would also serve that nearby residential area, as well as other City residents.

91 00601

Summary of Catellus and City
Obligations and Responsibilities in Mission Bay
November 15, 1990

A. Catellus Obligations

Obligations Linked to Start Date

- \$2 million for 125 off-site very low income units within 6 months
- \$2.5 million for Economic Development Fund within 6 months
- 500 housing units within 5 years
- 2,000 housing units with 740 affordable units within 10 years
- Community Facilities District consent

Obligations Linked to Rate of Development

- \$2 million for 125 off-site very low income units with first office permit
- 700 affordable units
- Subsidies for 100 very low income units with 60% of commercial space
- 26 acres of clean, improved affordable housing land to City
- 68 acres of parks and open space
- \$12.9 million and 3 acres of land for community and cultural facilities - generally, obligation occurs when about 2,000 housing units are underway
- \$85.2 million and land for infrastructure (e.g. streets, utilities, traffic signals)
- Toxics investigation and remediation for both Catellus and City land
- \$24 million Transit Impact Development Fee (TIDF)
- \$10 million for the Economic Development Fund
- \$9.3 million School Impact Fee
- \$6.1 million Child Care Fee, with at least 25% directed towards facilities construction
- \$5.3 million for public art
- Affirmative Action and Economic Development Plan
- Transportation Management Program
- Energy and Water Conservation Programs
- Seismic/Emergency Response Plan

Obligations Linked to Land Transfers and License

- 26-acre Western Pacific Yard to Port
- 11-acre public facility site at Seventh and Townsend Streets
- 4 acres of affordable housing land every 4 years (for 16 years) once CalTrain is relocated downtown (or, alternatively, 16 acres of open space and community facilities)

Other Obligations

- Dedicate land for King Street and its Metro ROW
- 2 acres of affordable housing land every 4 years (for 16 years) once there is authorization to demolish the I-280 freeway stub/ramp
- \$60 million (\$2 million a year for 30 years, escalated) to Port for open space lands - initial payments begin 2 years after development agreement
- Build wetlands on obtaining grants, or with 2.4 million sq. ft. of office
- \$30 million financial assurance to City to guarantee remediation prior to commencing subarea toxics investigations

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B. City Obligations and Responsibilities

Responsibilities Linked to Start Date

- Land transfer and license agreements
- Master tentative subdivision map approval

Obligations and Responsibilities Linked to Rate of Development

- \$150 million for 2,200 affordable units on land provided by Catellus (another \$25 million is anticipated from state and federal programs).
- \$3.3 million for affordable housing School Impact Fee
- \$2 million for 1/2 police station
- Share costs 50/50 with Catellus for Cultural Center program study
- Community services and infrastructure maintenance (Mission Bay services and maintenance will receive the same consideration in the City budget - no more and no less - as any other part of the City, and can be totally funded from increased Mission Bay tax revenues)
- Business Relocation Program

Obligations Linked to Land Transfers and License

- 26 acres of former street lands to Catellus
- 15 acres of Port lands to Catellus
- 22 acres of Port open space lands licensed to Catellus

Responsibilities Linked to Grant Funding

- \$31.1 million for King Street and I-280 Ramps from I-280 Transfer Concept Program grants and Third and Fourth Street bridges from Federal Aid Urban grants
- \$22.9 million for MUNI Metro extension and Metro East, and other transit extensions including overhead trolley wires and transit vehicle purchases, from BARTD and Urban Mass Transit Administration (UMTA) grants, supplemented by Catellus' TIDF fees if necessary

Other Obligations and Responsibilities

- Vest Catellus with entitlement rights to the plan and its land use program
- Share costs 50/50 with Catellus for any obligations imposed for toxics investigation and remediation of China Basin Channel and certain Port property leased to third parties
- Restrict child care and transit (TIDF) fees to increases once every 5 years for first 15 years, and restrict any other fee increases during that 15 years; after 15 years these fee constraints disappear. New fees duplicative of negotiated Mission Bay benefits cannot be imposed.
- Annual monitoring and hazardous materials monitoring
- Participation in various Mission Bay programs, e.g. Affirmative Action and Economic Development Plan
- Good faith assistance in seeking grants for wetlands development

91 00601

MISSION BAY
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Mission Bay encompasses 313 acres and is under the jurisdiction of the City and County of San Francisco. The Mission Bay plan area is about one mile south of San Francisco's Financial District on both north and south sides of China Basin Channel. It is bordered by the South of Market, Showplace Square, North Potrero, Potrero Hill, the Central Bayfront and San Francisco Bay. Its boundaries are generally Townsend Street on the north, Seventh Street and Interstate 280 on the west, Mariposa Street on the south and China Basin and Third Streets on the east.

SITE DESCRIPTION

The two major landowners are Catellus Development Corporation (Project Sponsor) and the City and County of San Francisco including the Port. Land ownership or control is approximately as follows: Project Sponsor - 169.3 acres; City and County of San Francisco - 142.1 acres (of which 87 acres are streets); and other owners - 1.9 acres. Approximately 12.5 acres of the City land are occupied by China Basin Channel. The plan area is now primarily within an M-2 (Heavy Industrial) Use District with Height Districts ranging from 40 to 200 feet.

OVERALL LAND USE AND DEVELOPMENT PROGRAM

Mission Bay will be a highly urban, mixed-use neighborhood. Integrated in the City's street system and open space network, it will add about 8,270 housing units to the City's housing supply (plus contribute to 250 very low income units off-site), 4.8 million square feet of office space and 900,000 square feet of commercial-light industrial. In addition, there will be about 68 acres of public open space and parks and 14 acres for public facilities including a school, fire and police stations, and recreation and cultural centers. Small and large scale retail of about 750,000 square feet will be located on a neighborhood shopping street and on Third Street, a city-serving thoroughfare. A new hotel with 500 rooms can be built along China Basin Channel. The plan includes an area for a sports/entertainment arena or other public facilities and another site for a MUNI Metro storage and maintenance yard.

Mission Bay housing is aggregated to create a strong sense of neighborhood along quieter, residential streets. South of the Channel, up to 7,370 units are clustered within an open space system that creates play areas and opportunities for pedestrian circulation. Integrated with market rate housing, affordable units will share the same neighborhood amenities as the more expensive housing units. Higher density housing, about 900 units, is located between Berry Street and the China Basin Channel.

Of Mission Bay's 8,270 homes on-site, 3,000 will be affordable to individuals and families making \$15,000 to \$55,000 a year, such as teachers, other public employees and clerical staff. Housing will vary in size from studios to four bedrooms. Catellus Development will also contribute \$4 million to help finance 250 very low income housing units off-site.

There will be two locations for offices and commercial-light industrial activities, both within walking distance of Mission Bay residences. In the six large blocks on either side of King Street, office buildings with ground floor retail and various forms of open space will be built. Directly on King Street, these workplaces will be easily accessible by MUNI Metro, Muni bus, CalTrain and private automobiles. Along Owens Street, commercial-light industrial uses will be developed next to the CalTrain, MUNI Metro and Interstate 280 corridor. These buildings will have good access to truck routes and regional freeways.

About sixty-eight (68) acres of open space are to be provided throughout Mission Bay. Open space will take many forms: expansive plazas and waterfront greenbelts, neighborhood parks, playfields, wetlands, quiet lanes, podium-level terraces and a network of pedestrian and jogging trails. It is configured to provide open space as close to each household as possible. The Plan establishes internal local serving parks and on the perimeter of the neighborhood public expanses for citywide and regional enjoyment.

Maximum public access is to be provided to both China Basin Channel and San Francisco Bay through the provision of public open space along all shorelines and by allowing for compatible adjacent land uses. Streets will be designed and landscaped as pleasant corridors for walking and other forms of circulation and social interaction.

In and around these major land uses, retail and community facilities will be developed. At the heart of the neighborhood, Long Bridge Street is to function as a local-serving retail street and an animated pedestrian environment. On Third Street, larger retail establishments and offices will occupy the lower floors of residential buildings. Community facilities are to be within mixed-use buildings on Third Street with the cultural center occupying a prime public site on Long Bridge Plaza, a place for indoor and outdoor gatherings or events. All such facilities will be readily accessible for the physically disabled.

Large parks, recreation centers and ballfields, all to be used by citywide residents, are located on the perimeter of the residential heart of Mission Bay. These activities, which may attract many people and cars and can increase noise levels and congestion, will be located to have the least impact on the quiet, more private character of Mission Bay's residential streets and on the necessary functions of commercial and industrial activities. This will allow the City to share Mission Bay's amenities without intruding on the quieter residential neighborhood.

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Summary

PROGRAM

▼ Residential	8,270 homes on-site including 100 live-work and 3,000 affordable; 250 affordable off-site; 8,520 total homes
▼ Office	4,800,000 sq. ft.
▼ Commercial/Industrial	900,000 sq. ft.
▼ Retail	750,000 sq. ft.
▼ Hotel	400,000 sq. ft., 500 rooms
▼ Open Space	67.9 acres (including 4.7 acres of open space in commercial and residential areas)
▼ Public Facilities	16 acres (public use site, police, fire, school, pump station)
▼ Streets & Transit	94.7 acres (streets, Muni Metro tracks and yard, CalTrain tracks)
▼ Total Public Uses	199.7 acres (64%)
▼ Total Private Uses	113.6 acres (36%)
▼ Total Land Area	313.3 acres

HOUSING

- ▼ Total Homes - 8,270 on-site including 100 live-work*
 - 1,530 - studios, 500 sq. ft.
 - 2,751 - 1 BR, 650 sq. ft.
 - 1,609 - 2 BR, 850 sq. ft.
 - 1,254 - 3 BR, 1,100 sq. ft.
 - 1,126 - 4 BR, 1,340-1,500 sq. ft.
- ▼ Affordable Housing - Total of 3,000 Homes on-site, plus 250 off-site
 - 38% of total homes
 - \$22,434 - \$130,065 sales prices (1990) or equivalent rental value
 - For sale or rental
 - Incomes for affordable ownership range from \$15,000 to \$58,000 for a family of 1-4 people.

**Actual distribution by numbers of bedrooms may vary; Catellus will also contribute \$4 million to 250 affordable units off-site.*

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Facts

The Mission Bay neighborhood will be a significant undertaking and these facts illustrate the scope of the project:

- ▼ 67.9 acres dedicated to parks, open space and a wetlands
- ▼ Mission Bay will have more than 3,600 trees
- ▼ 7.5 miles of improved streets
- ▼ 4.4 miles of sewer lines
- ▼ 6 miles of water lines
- ▼ 12 traffic signals
- ▼ 2 miles of walking/jogging paths, park pathways and along shorelines
- ▼ 2 fountains
- ▼ 2 softball fields, tennis and basketball courts
- ▼ 10.8 acre wetlands
- ▼ Childcare facilities for about 1,000 children
- ▼ 1 recreation center
- ▼ 1 cultural center
- ▼ 1 police station
- ▼ 1 fire station
- ▼ 1 school
- ▼ Space for senior citizen centers, health centers and other community facilities
- ▼ Economic Development and Affirmative Action Program, \$12.5 million



Economic Development

In order to take advantage of the opportunities that will be created in Mission Bay, the Mission Bay Economic Development Program was created. Beginning when final approvals are received, a fund will be set up to provide assistance to Minority-, Women- and Locally-owned businesses. Catellus' contributions to this fund will total \$12.5 million, and will be administered by a board made up of representatives from Mission Bay's four neighboring communities: South of Market, Potrero Hill, Bayview/Hunter's Point and the Mission District. The board also will have representatives from Catellus and the Mayor's Office of Business and Economic Development. This fund will provide services in three ways:

- ▼ Technical assistance - to help small businesses with licensing and other technical areas in business start-ups.
- ▼ Employment and job training assistance - to help people looking for jobs take advantage of jobs generated by Mission Bay. Funds will be provided to existing successful employment brokerage services and job training programs.
- ▼ Minority/Women/Local Business Assistance Fund - to help business enterprises locate in Mission Bay. Low interest loans will be awarded to start-up businesses that might otherwise have trouble getting financing. As these loans are paid back, they go back into the Mission Bay fund to be loaned out again.

There also will be an apprenticeship program to provide opportunities to enter the construction trades and take advantage of the thousands of construction jobs that will be created by the building of Mission Bay. This program has specific affirmative action requirements and goals, and a San Francisco-first hiring preference.

Affirmative Action

The Mission Bay Development Agreement has goals for awarding consultant and construction contracts for the project of at least 20% Minority-owned Business Enterprises and 6% Women-owned Business Enterprises. Catellus also will encourage its consultants to hire minorities, women and economically disadvantaged San Francisco residents and to use the Development Agreement standards for hiring subcontractors as well.

Catellus has a permanent worker hiring goal to hire 75% San Francisco residents. A placement program for San Francisco is funded to help achieve this goal.

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Housing

Q: How much housing is planned for Mission Bay?

A: The Mission Bay neighborhood will include 8,270 total homes, 3,000 of them "affordable." Because of current and anticipated City needs, half of all Mission Bay homes will be 2 bedrooms and larger to allow growing families to afford to live in San Francisco.

Q: What will Mission Bay housing look like?

A: A typical residential street in Mission Bay will be made up of townhouses, flats, walk-up and midrise apartments, about half of which will be for sale and half for rent. Mission Bay housing will include:

- ▼ two to three stories of housing over parking with back yards, similar to Noe Valley, Potrero Hill and North Beach;
- ▼ three to four stories of housing over stores and shops, like that along Chestnut, Clement and Mission streets;
- ▼ four to eight-story apartments with parking built beneath courtyards similar to Nob and Russian Hills and St. Francis Place.

Q: How much will Mission Bay's market rate housing cost?

A: Mission Bay's market rate homes will range from approximately \$100,000 to \$300,000 and will be reasonably priced in relation to current and anticipated San Francisco housing prices.

Q: How affordable is Mission Bay's affordable housing?

A: Mission Bay's 3,000 affordable homes will range in price between \$22,000 and \$130,000 and be available for working individuals and families with incomes between \$15,000 and \$58,000.

Housing

continued

Q: How much will Mission Bay's affordable housing cost San Francisco?

A: The 3,000 affordable homes will cost the City and the developer \$150 million each. Catellus will pay for its share through funds generated by the building of offices, while the City will pay for its share through tax revenues generated over time by the project. Within 20 years, these surplus tax revenues will more than pay for the City's share.

Q: Will affordable homes be built in a separate part of the Mission Bay neighborhood?

A: Affordable homes will be similar in style and amenities to Mission Bay's market rate homes and will be built along side of them and in all phases of the project.

Q: Will San Franciscans have first priority for Mission Bay housing?

A: Both the City and Catellus are looking at ways to legally provide that San Franciscans do have first priority for homes and jobs at Mission Bay.

Q: When will Mission Bay's homes be ready?

A: The first Mission Bay homes will be ready for occupancy in about two years.

Q: Why can't Mission Bay be all housing?

A: Mission Bay will contain affordable homes, parks, childcare centers, police and fire stations and a school—all of which will be subsidized by the commercial portions of the neighborhood. Even market rate homes would therefore be too expensive if required to carry the entire cost of the project.

Q: Will there be senior housing at Mission Bay?

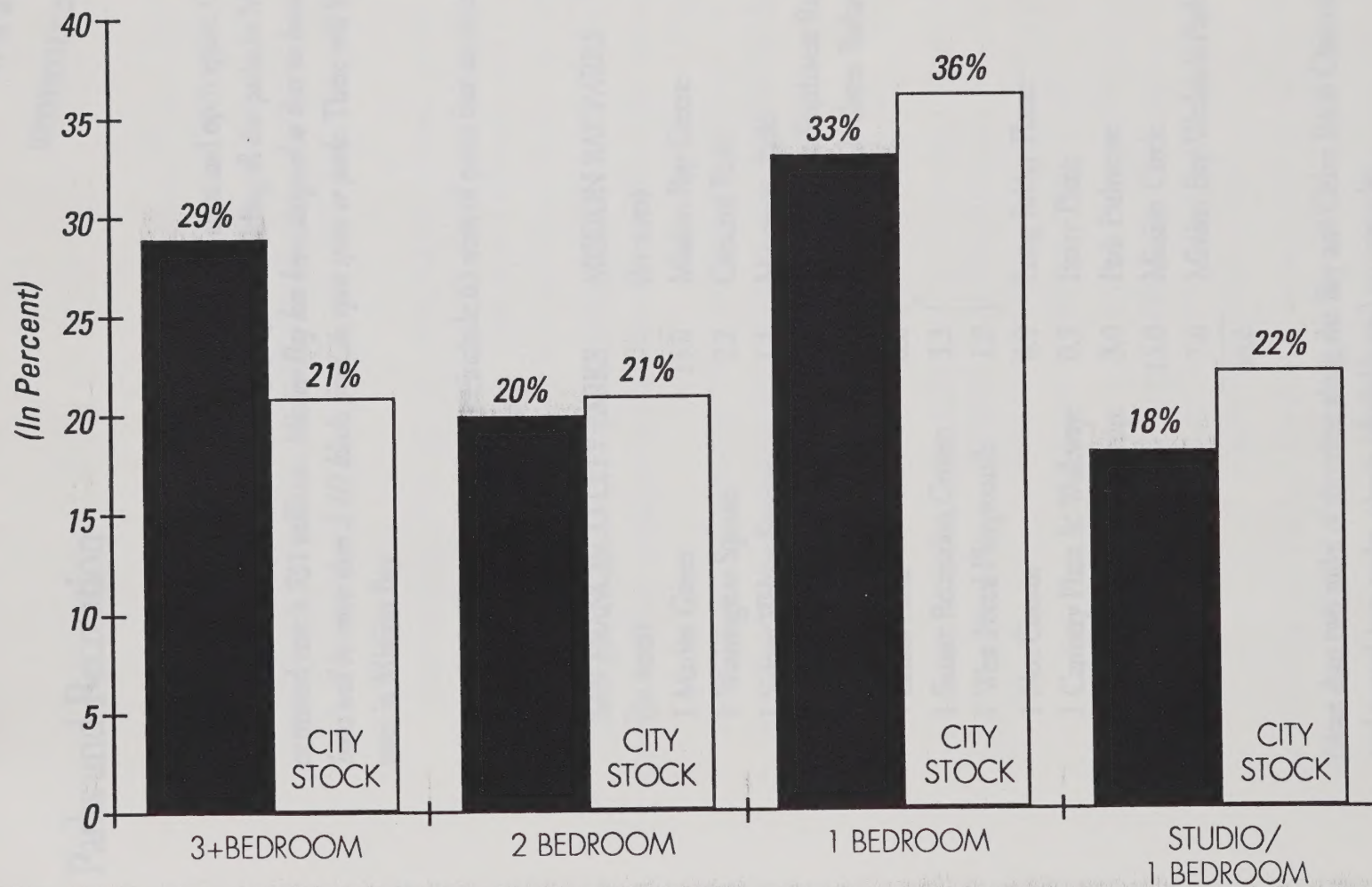
A: About 200 affordable housing units will be designated specifically for seniors who can also participate in the lottery for the other affordable Mission Bay homes.



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Mission Bay Housing Compared to
All San Francisco Housing



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Parks and Recreation

About 68 acres will be devoted to parks, recreation areas and open space. Catellus Development Corporation is responsible for paying and building all the parks in Mission Bay. The estimated cost is \$31 million. *Mission Bay has been designed so that no home in the neighborhood will be more than 2 1/2 blocks from an open space or park.* There will be over 3,600 street trees in Mission Bay.

Mission Bay's 68 acres of open space include 63 acres of parks that are equivalent in size to many San Francisco parks, including:

SAN FRANCISCO CITY PARKS		MISSION BAY PARKS	
(In acres)		(In acres)	
1 Marina Green	15.0	Mission Bay Green:	12.7
1 Washington Square:	2.2	Crescent Park:	2.4
1 Sidney Walton Square:	1.1	Minnesota Park:	0.9
4 1/2 South Parks (0.8 each x 4 1/2):	3.6	Northwest & Southwest Radial Parks:	3.8
1 Jackson Playground:	4.4	Mission Creek Green Parks:	15.5
1 Larsen Park:	6.6		
1 Sunset Recreation Center:	3.3		
1 West Portal Playground:	1.9		
1 Noe Courts:	0.9	Long Bridge Plaza:	0.9
1 Cannery Plaza & Walkway:	0.5	Entry Plaza:	0.5
1 Dolores Street Center Strip:	3.0	Park Pathways:	3.2
1 Stow Lake:	15.0	Mission Creek:	12.5
1 Spreckels Lake:	7.0	Mission Bay Wetlands Park	10.8
	64.6		63.2

More than two miles of shoreline along the Bay and China Basin Channel will be reclaimed and turned into parks, plazas, playfields and promenades.

China Basin Channel (Mission Creek) will be transformed into a scenic waterway, lined on the south by planted banks and on the north by a public promenade. Walkways and jogging



Parks and Recreation

continued

trails will link China Basin Channel to the waterfront. Nearly 11 acres of Wetland Park will be on Mission Bay's northeastern corner where the Channel meets the Bay. Mission Bay Green will have Bay overlooks, expanses of green, playing fields and playgrounds. The houseboat community currently residing on the Channel will remain as an integral part of the Mission Bay neighborhood.

Fountains will animate Crescent Park and Mission Bay Green. The theme of water associated with parks starts at the Channel and carries through the entire neighborhood to the Bay.

Two miles of park pathways, including jogging trails, will extend along the original Bay shoreline and connect with the Potrero Hill neighborhood. A bikeway along the water will enhance the shoreline trail system.

Recreational facilities will be distributed throughout Mission Bay. Near the planned 1.6 acre school site, 2.5 acres will be devoted to recreation. Where Sixteenth Street meets the Bay, another 2.5 acres will provide a softball field and courts for tennis, basketball or volleyball.

A 26,000-square foot, \$4.5 million, 200-seat theater/cultural center will be built on Long Bridge Plaza, with space for performing and visual arts as well as for a wide range of neighborhood and city-wide activities.

A public facilities complex on Third Street will include a 10,000-square foot renovated fire station; a new 13,000-square foot police station; and a new 13,000 square foot recreation center—all near adjacent homes and parks.

Child care centers handling around a thousand children will be shared by Catellus and the City. Catellus will provide space within its office buildings and the City will provide it in the affordable housing areas, using child care fees paid by Catellus.



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Mission Bay Wetlands Park

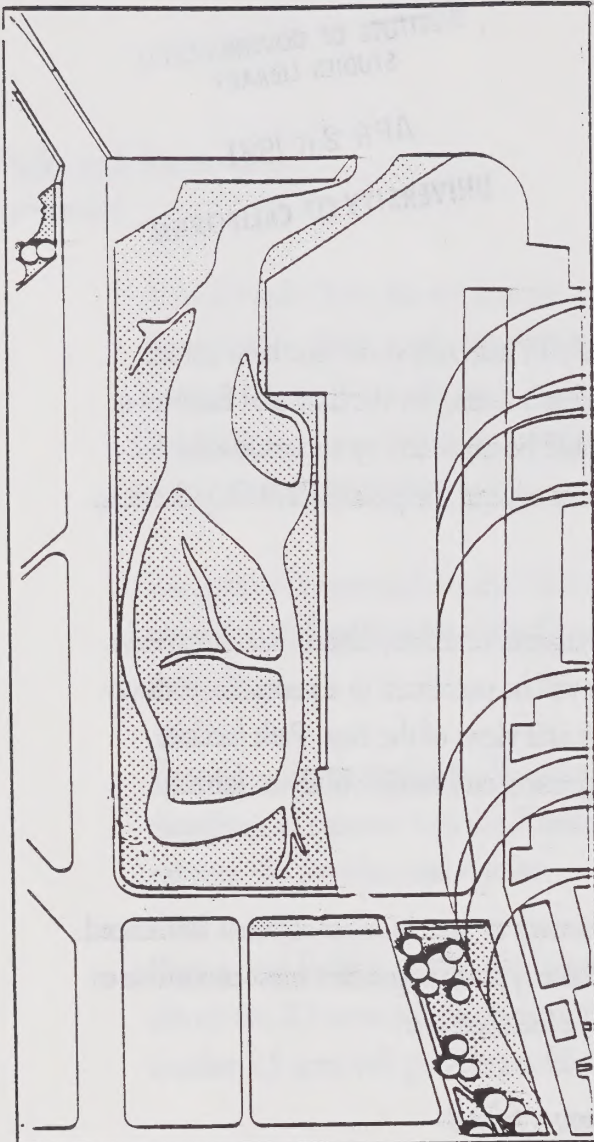
Mission Bay Wetlands Park will be an approximately 11 acre area at the northern corner where the Channel meets the Bay. It will be treated as a setting for the flora and fauna of a natural shoreline ecosystem. The wetlands park could be expanded by approximately 1-2 acres if the current Port tenant along the northeastern edge of the park (H&H Ship Services, Inc.) relocates.

The Mission Bay Wetlands will include marsh vegetation, mudflats, islands, and waterways that form a natural wetlands setting. Public access will be permitted to a perimeter pathway system located to allow viewing of wildlife activities and views of the Bay. Park facilities will include educational information about the vegetation and wildlife likely to inhabit the wetlands.

Trees along the Third Street edge will be complementary to trees in other adjacent landscaped areas. Planting in the wetlands itself will include those types of vegetation most conducive to the creation of a viable wetlands. Plants that may be included are:

Cordgrass	California cordgrass (<i>Spartina foliosa</i>)
Marsh Plain	Pickleweed (<i>Salicornia virginica</i>)
	Fleshy jaumea (<i>Jaumea carnosa</i>)
	Salt grass (<i>Distichlis spicata</i> var <i>stolonifera</i>)
Transition	Frankenia (<i>Frankenia grandifolia</i>)
	Salt marsh lavender (<i>Limonium californicum</i>)
	Gumweed (<i>Grindelia humilis</i>)
Refuge	Dwarf coyote brush (<i>Baccharis pilularis</i> 'Twin Peaks')
	Fathen (<i>Atriplex patula</i> va <i>hastata</i>)

MISSION BAY WETLANDS PARK



Mission Bay Wetlands



Wetlands Park at Mission Bay

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Jobs

About 23,210 permanent private sector workers will be employed in Mission Bay, as follows:

- ▼ 16,600 office
- ▼ 3,100 commercial/light industrial
- ▼ 2,240 retail
- ▼ 580 building maintenance, security and parking
- ▼ 370 hotel
- ▼ 320 housing-related

During construction over 20-30 years, Mission Bay will have 423-635 construction jobs per year.

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Transportation

Q: Will Mission Bay make San Francisco's and the region's transportation better?

A: Mission Bay will be a catalyst for improving both San Francisco's and the region's transportation by contributing funds and land to assist in several on-going City and regional transportation projects, including:

- ▼ Tearing down the Interstate 280 Third Street Freeway stub that was never used.
- ▼ Replacing the Fourth Street off-ramp with new King Street on- and off-ramps.
- ▼ Widening King Street from 70 feet to 150 feet and connecting Mission Bay to Fisherman's Wharf via new King Street and Embarcadero Parkway road and transit systems, including 4 Muni Metro stops on King Street to also serve South of Market and Showplace Square.
- ▼ Locating new City-wide serving Muni Metro East underground maintenance yard in Mission Bay.
- ▼ Locating Muni Metro so it can be extended south to the South Bayshore corridor.
- ▼ Extending Muni bus and trolley service through Mission Bay to serve Potrero Hill/ South of Market, and Showplace Square.
- ▼ Keeping CalTrain at 4th and Townsend until funds become available to extend it or another type of train to downtown. Mission Bay will provide an unencumbered right of way through the project area for the CalTrain extension to Downtown.

Q: Will Mission Bay have good transit service?

A: ▼ Mission Bay will have a transit first transportation management program, which will have a goal of 2/3 of Mission Bay's employees riding transit. This is the first time a neighborhood outside Downtown has had such a high goal. Mission Bay employees will be encouraged to use Muni Metro, buses and trolleys, CalTrain, carpools, ride-share and bicycles. Mission Bay residents who also work in Mission Bay or in South of Market, Showplace Square, Civic Center or Downtown will also be able to use transit or walk between home, work, childcare, shopping and recreation.



Transportation

continued

Q: Who pays for these transportation improvements?

A: Catellus Development Corporation's commitments to transit and transportation improvements include:

- ▼ The contribution of \$24 million in transit impact development fees.
- ▼ The dedication of 10 acres along King and Owens Streets for wider streets and sidewalks, and a right of way for Muni Metro tracks.
- ▼ Paying for and demolishing the Interstate 280 Third Street Stub and Fourth Street off-ramp.

The City of San Francisco will primarily be using about \$68 million in Federal, State, and BART funds for the Muni Metro and trolley extensions. Caltrans will pay to build the new Interstate 280 on and off ramp to King Street. In addition, the Muni will seek Federal and State funds to build the Muni Metro East maintenance yard to serve the City's growing transit needs.

Q: Why does Muni Metro need to go to Mission Bay?

A: Muni Metro currently runs trains from San Francisco's neighborhoods to Embarcadero Station at the east end of Market Street. About 800,000 riders per day are on Muni overall, and there are some 120,000-150,000 rides on the Muni Metro. The Embarcadero Station tracks are overcrowded, which causes delays in the whole City. Muni is doing several things to improve Metro service, including:

- ▼ Extending tracks from Embarcadero Station to under the Embarcadero Parkway in order to turn around faster all the Market Street trains.
- ▼ Extending to Mission Bay and CalTrain to provide a new service area for San Franciscans and others.
- ▼ Buying 40-50 new train cars to provide a larger Metro fleet and improve service for the entire City.
- ▼ Building Metro East, a new underground maintenance facility at 16th and Owens Streets in Mission Bay to maintain and store the 40-50 new Metro train cars.
- ▼ Providing Muni Metro track and yard areas, so Muni Metro can be extended to the South Bayshore corridor next.



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Mission Bay Community Facilities

Catellus will pay for construction of the following community and cultural facilities in Mission Bay:

- ▼ 10 Child Care Centers (\$4.5 million), or facilities for up to 1,000 children, to be located within the office buildings as well as in the residential part of the neighborhood.
- ▼ Cultural Center (\$4.5 million), which will include a 200-seat theater, exhibition space, community meeting rooms, and a multi-purpose room.
- ▼ Fire Station (\$3.1 million). The existing station on Third Street in Mission Bay will be expanded and rehabilitated to serve the Mission Bay neighborhood.
- ▼ Police Station (\$2 million). Because this station will serve the south of Market area, as well as the Mission Bay neighborhood, the City will pay for half of it.
- ▼ Recreation Center (\$3.3 million), which will be approximately 13,000 square feet and will be adjacent to the wetlands park.
- ▼ School (\$12.6 million). Depending on the needs of the future Mission Bay neighbors, this will probably be an Elementary School.
- ▼ Other community facilities such as senior centers, health offices and space for non-profit service providers, also may be developed within affordable housing sites throughout Mission Bay.



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Seismic Safety at Mission Bay

A special study, *Seismic Safety*, was prepared for The Department of City Planning, and calculated the effects of both 7.0 and 8.3 earthquakes on Mission Bay. It also made recommendations for earthquake safety design.

Although Mission Bay's soil is primarily aggregate fill ranging from 1906 earthquake rubble to rock blasted from Rincon Hill, a special study stated that with modern, seismically sensitive design, *"overall, the risks for injury from an earthquake to inhabitants of Mission Bay will be lower than most of San Francisco."*

The report predicted the probable damage to existing buildings, freeway structures, and overall soil conditions. The October 1989 earthquake tested the report. Post-quake analysis supported the report's projections.

The report went on to make recommendations for emergency access and building design that have been incorporated into the Mission Bay Emergency Response Plan. The Emergency Response Plan calls for maximizing access to Mission Bay areas south of China Basin Channel, and state-of-the-art construction practices in Mission Bay.

Recommendations from *Seismic Safety* have been incorporated into the Mission Bay Plan. Mission Bay will be a completely new neighborhood, designed for earthquake safety. Pile foundations will be used under appropriate Mission Bay buildings constructed on landfill. Stiffened foundations combined with shear walls will provide structural strength. The utility system will be designed with flexible connections to help withstand earth movement, and there will be a backup system with cisterns or water storage tanks located throughout the project area to fight fires in case waterlines break. There also will be an emergency hydrant system designed to pull water from the Bay.

It has been said that "it is not where you build, but how you build that matters"—and while damage caused by an earthquake cannot be completely eliminated, elements of design will be incorporated that will make life safer in the future. Just as downtown San Francisco, South Beach and Foster City—all constructed with fill and modern seismic safety designs—withstood very well the major October 17, 1989 earthquake, the new Mission Bay neighborhood will be built to modern standards, and will be one of the safest places in San Francisco.

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EIR MITIGATION MONITORING

As described at the beginning of Exhibit A to the Mission Bay EIR Findings of September 27, 1990, the EIR Mitigation Monitoring Program is described as follows:

"Assembly Bill (AB) 3180 was enacted by the State Legislature to provide a mechanism to ensure that mitigation measures adopted through the California Environmental Quality Act (CEQA) process are implemented in a timely manner and in accordance with the terms of project approval. Under AB 3180, local agencies are required to adopt a monitoring or reporting program 'designed to ensure compliance during project implementation.'

The Mission Bay Mitigation Monitoring Program is organized in a table format, keyed to each adopted EIR mitigation measure. For each measure, the table:

- 1) summarizes the mitigation requirement;
- 2) species the party/parties responsible for implementation of the measure;
- 3) establishes a schedule for mitigation implementation;
- 4) outlines appropriate mitigation monitoring actions;
- 5) assigns mitigation monitoring responsibility; and
- 6) establishes a schedule for mitigation monitoring."

The discussion of the EIR mitigation measures, as adopted, is contained Article IV of the Mission Bay Findings.

While the Mission Bay Mitigation Monitoring Program generally outlines the actions, responsibilities, and schedule for mitigation monitoring, it does not attempt to specify the detailed procedures to be used to verify implementation (e.g., interactions between City departments, use of private consultants, sign-off on plans, certification by Project Sponsor, site inspections, etc.). Specific monitoring procedures will be developed at a later date, closer to the time the mitigation measures will actually be implemented.

The detailed EIR Mitigation Monitoring Program, and the times for review, is attached to the Planning Commission Resolution.

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Environmental Cleanup in Mission Bay

The Mission Bay clean-up program goes far beyond any existing City requirement. Elsewhere in the City, before you get a building permit, a property owner must test for toxics and remediate only the site itself. The proposed Development Agreement between the City and Catellus requires that Catellus pay all costs of investigating and remediating hazardous wastes in 300 of Mission Bay's total 300 acres, including all of City-owned land. The costs of cleaning the remaining 12.5 acres (China Basin Channel), if required, will be split 50/50 between Catellus and the City.

Initially, Catellus must conduct a survey of the entire area that includes extensive testing of soils, groundwater and foreign materials to identify possible hazards.

Before Catellus can begin constructing any buildings, it must complete an in-depth investigation of the "sub-area" where the development will be. Each sub-area is about 17 acres, plus a 300 to 500 foot buffer zone surrounding it.

To guarantee that the clean-up is accomplished, Catellus must provide the City with a \$30 million security. The estimated costs of investigation and remediation are far less than \$30 million. The City will be indemnified against losses that it otherwise would have to pay arising from the environmental cleanup.

The cleanup will be closely coordinated with federal, state and local health and environmental agencies.

The details of the cleanup may be reviewed in the Mission Bay Hazards Materials Remediation and Investigation Program, which is a public document.



91 00601

PROPOSITION I

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BALLOT QUESTION

Shall 4.8 million square feet of office space in Mission Bay be exempt from the annual limit on new office space, if the City approves an agreement which require housing, economic development, parks and public facilities, environmental clean-up, and other minimum requirements?

VOTER HANDBOOK SUMMARY

THE WAY IT IS NOW: In 1986, San Francisco voters adopted Proposition M. Under Proposition M, the City may not approve more than 950,000 square feet of new office space each year. Developers of office building must compete for a share of this annual allotment of space.

There is a proposed development called Mission Bay. Mission Bay may include office, housing, retail and light industrial uses, expanded transit service, street improvements, parks and other community facilities.

THE PROPOSAL: Proposition I is an ordinance that would exempt up to 4.8 million square feet of new office space in Mission Bay from the annual limit on office space. The total amount of new office space in Mission Bay would be deducted from the 950,000 square foot annual limit at the rate of 200,000 square feet each year. This exemption would apply only if the City approves a development agreement of the Mission Bay Project containing certain minimum provisions: (1) the construction of housing, some of which must be affordable housing; (2) payment of a fee for economic development and employment opportunities for women, minorities and local owned businesses; (3) a public park system and community facilities such as child care centers and a police and fire station; and (4) a comprehensive program to clean up and/or contain hazardous materials. Proposition I provides that the City could impose additional requirements in the development agreement.

A YES VOTE MEANS: If you vote yes, you want to exempt up to 4.8 million square feet of office space in Mission Bay from the annual limit on office space, if certain conditions are met.

A NO VOTE MEANS: If you vote no, you do not want to exempt Mission Bay from the annual limit on office space.

CONTROLLER STATEMENT

Should the proposed ordinance be approved, in my opinion, it would not, in and of itself, affect the cost of government. However, as a product of its possible future application certain tax revenues of the City and County may be increased in indeterminate but possible substantial amounts.

91 00601

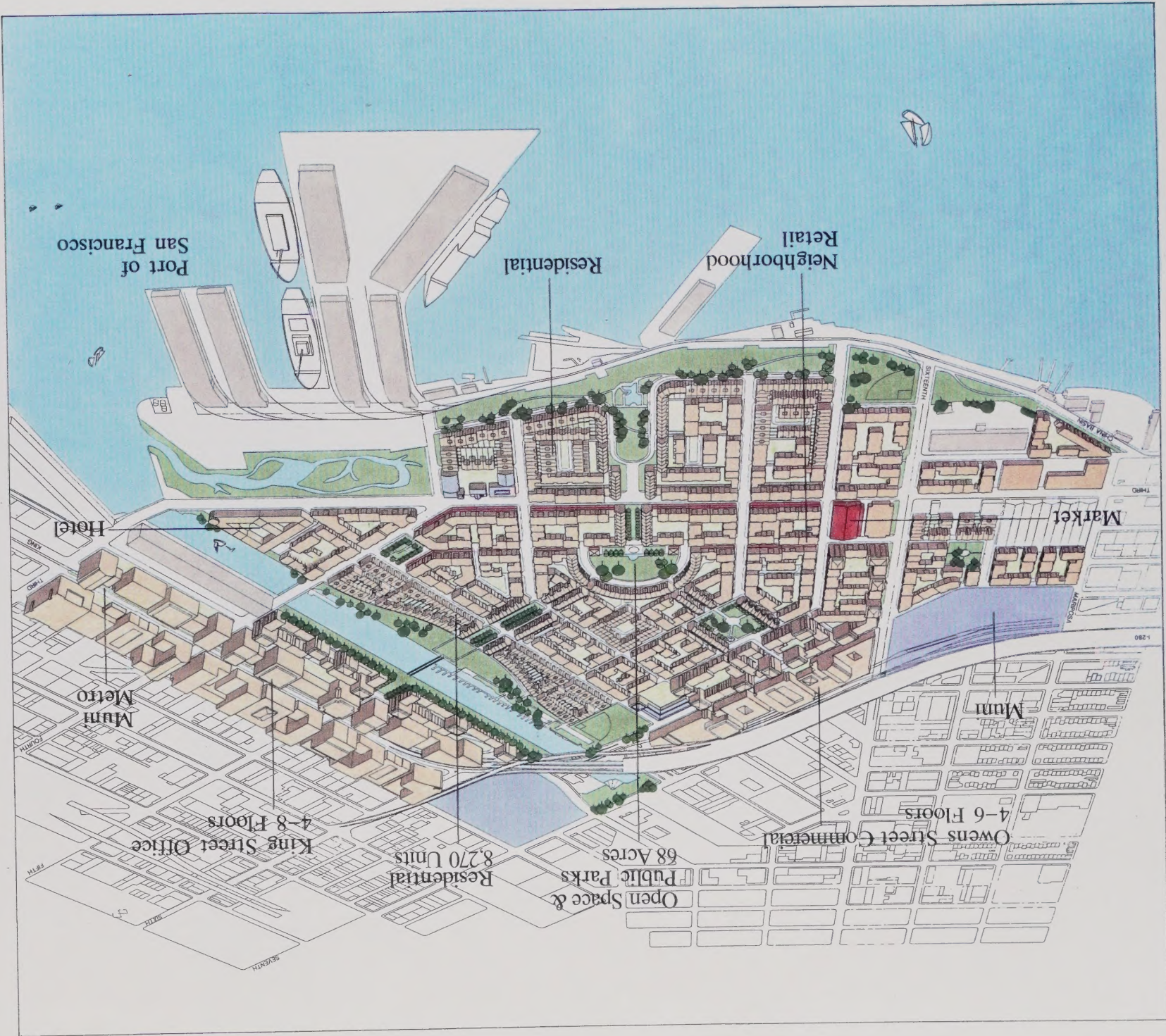
Mission Bay Plan

San Francisco Department of City Planning
 EDAW Inc.
 ELS/Ejibasani & Logan Architects
 Daniel Solomon and Associates
 Kwan Hemi Architects
 Catalus Development Corporation
 Skidmore, Owings & Merrill
 IBI Group

Land Uses

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Land Uses
 Residential
 Office / Commercial-Industrial
 Retail
 Hotel / Other Commercial
 Public Facilities
 Open Space



SK-400
 October 1, 1990

